

LAMARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

00 JUN 14 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. AMIGO TIRES & BRAKES INC

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)



Walk in



Pick up time

1:00



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other

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-06/08/00--01043--018

*****78.75 *****78.75

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 8, 2000

LAZARUS

MIAMI, FL

SUBJECT: AMIGO TIRES & BRAKES, INC.
Ref. Number: W00000014533

We have received your document for AMIGO TIRES & BRAKES, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 800A00032573

RECEIVED
00 JUN 14 AM 10:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

RECEIVED
JAN 14 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE OF CORPORATION
OF
"AMIGO TIRES & BRAKES INC."

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the STATE of FLORIDA, authorizing the formation of corporation.

ARTICLE I. NAME

The name of this corporation shall be:

"AMIGO TIRES & BRAKES INC."

ARTICLE II. GENERAL OF BUSINESS

To offer, carry on and conduct, as principal or agent, the services as specified above, and all incidental or in any way connected therewith.

To Import & Export, purchase, obtain on consignment or otherwise be in possession of all goods, appliances, to otherwise purchase, lease, build construct, erect, occupy and buildings of every kind and character.

Whatsoever, to finance the purchase, improvements, development and construction of land buildings to or to be acquired by this company, or any other person, firm or corporation.

To purchase, sell, rent, lease, convey, mortgage, or otherwise acquire or dispose of or encumber real state, real property, personal property, chattels, chattels real, chosen action, notes, bonds, stocks, mortgages and securities and any interest therein, for it self or for others.

To acquire, hold, undertake and fully exploit the good will property rights, franchises and assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or partly, and to pay for the same in cash, stocks or bonds of company or otherwise.

To borrow or contract debt when necessary in the purchase or

franchises, or for additional working capital, or for any other object in or about its business or affairs and without limit as to amount, to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds warrants, obligations, negotiable, and transferable instruments and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

In any manner to acquire, enjoy, utilize and to dispose of patents, copyright and trademarks, and any license or other rights or interest therein and thereunder.

To conduct business and operations and to have one more offices and hold, purchase, mortgage, lease, dispose of deal, in and convey real and personal property, without restrictions in this STATE and in any other of the several STATE, territories, possessions and dependencies of the UNITED STATE, the district COLUMBIA, and in any all foreign COUNTRIES.

To purchase or otherwise acquire, become interested in, deal in and with, invest in hold, pledge, sell, mortgage, lend, money on exchange or otherwise dispose of, or turn to account or realize upon as owner.

Agent, broker, or factor, all forms of securities, including stock, bonds, debentures, mortgage, notes, evidences of indebtedness, lease, options, certificates, of interest, participation certificates, voting trust, certificates evidencing shares of or interest in common law trust, trust and trust state or associations, certificates of trust or beneficial interest in trust, mortgages, contracts, and other instruments securities and rights, to investigate and report with respect to, and to undertake, carry on, aid, assist or participate in the organizational liquidation or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, association, and corporation to institute, participate in or promote commercial, mercantile, financial, and industrial enterprises and operations.

The full power and authority to do any and all other acts necessary or incidental to the powers herein specifically designed, and to do all and everything necessary to accomplish the objects enumerated in these articles of incorporations, to the

protection and benefit of the corporation, and in general, to carry on any lawful business necessary or incidental to the attainment of the objects set forth in these articles or any amendment thereof.

ARTICLE III. CAPIATL STOCK

The capital stock of this corporation shall be ONE HUNDRED (100) shares, with par value USD \$5,00 stock. This stock shall have full voting right, pre-ample privileges, cumulative to divide, and shall be issued full paid and non-assessable. The stock shall be restricted as to transfer.

This stock may not be transferred on to the books of this corporation, without first giving the right of purchase for ten (10) days to the corporation, at the stock, and thereafter for five (5) days to any stock holders, of record at the same price and terms of any bona fide offer which the holder may desire to accept.

All of said stock shall be payable in cash, equipment, property, real or personal labor or services in lieu of cash, at a just valuation to be fixed by the board of directors of this corporation.

ARTICLE IV. INITIAL CAPITAL

The amount of capital wit which corporation shall commence business shall be not less than USD \$500,00 dllrs.

ARTICLE V. TERMS OF EXISTENCE

This corporation shall exist, perpetually, unless sooner dissolved according to law.

ARTICLE VI. ADDRESS

The principal place of business of said corporation shall be at:
3411 S.W. 122 Avenue, Miami. Florida, 33175

With the privileges of having branch offices at other places within or without the STATE of FLORIDA, the board of directors may from time to time, move the principal office to any other

address in the STATE of FLORIDA.

ARTICLE VII. NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than two (2) nor more than four (4).

ARTICLE VIII. INITIAL DIRECTORS

The names and post office address of the members of the first board of directors and officers who, subject to the prevision of these article of incorporation, by-law of the corporation and the laws of the STATE of FLORIDA, shall hold office for the first year of this corporation's existence, or until their successor are elected and have qualified shall be as follows:

NAME

ADDRESS

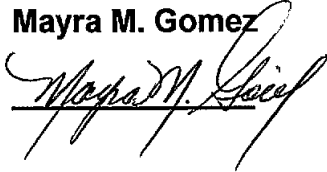
Jorge F. Richard

3411 S.W. 122 Avenue, Miami. Fl, 33175



Mayra M. Gomez

3411 S.W. 122 Avenue, Miami. Fl, 33175



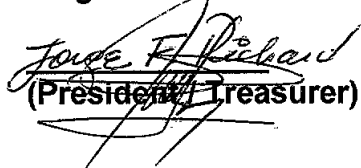
ARTICLE IX. SUBSCRIBERS

NAME

ADDRESS

Jorge F. Richard

3411 S.W. 122 Avenue, Miami. Fl, 33175


(President/Treasurer)

Mayra M. Gomez

3411 S.W. 122 Avenue, Miami. Fla, 33175


(Vice-President /
Secretary)

ARTICLE X. AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provision in these articles of incorporation, in the manner over hereafter, prescribed by statute or set out in the corporation-by-laws, so long as the same does not conflict with the FLORIDA STATUTES.

The directors of this corporation shall have the power to make or amend by-laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payments of the corporate debts in any extend whatever. The corporation shall have a first lien on the shares of its members of the corporation.

The officers of the corporation shall be controlled by the board of directors, and each resolution shall, required the approved by majority, vote of all directors before its adoption as a corporate act.

No person shall be required to own hold or control stock in this corporation. The original incorporation shall have the right. Upon its organization, to assign and deliver their subscription of stock set forth in article ix. Hereof, to any other person, or to firms or corporation, who may here after become subscribers to the capital stock of the corporation, who upon acceptance of said assignment shall stand in lieu of the original incorporations And assume and carry out all the rights, liabilities and duties entailed day said subscribers, subject to the laws of the STATE of FLORIDA, and the execution of the necessary instruments of assignment.

IN WITNESS WHEREOF, we the undersigned, being each of the subscribers to the capital stock herein above named, for the purpose, of forming a corporation to do business both within

and without the STATE of FLORIDA, do make and file these article hereby declaring and certifying that the facts herein state are true and do respectfully agree to take the number of share herein above set forth, and hereunto set our hands and seals, this the ____ day of ____ 2000

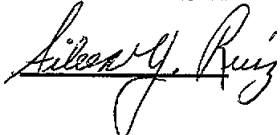
WITNESSES

NAME

ADDRESS

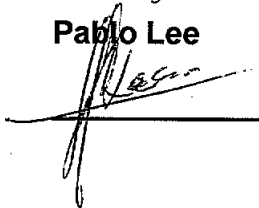
Aileen Y. Ruiz

3411 S.W. 122 Avenue, Miami. Fl, 33175



Pablo Lee

191 N.W. 97 Avenue, Apt # 414, Miami. Fl, 33172



STATE of FLORIDA:

COUNTRY of DADE:

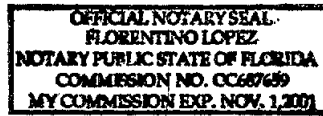
Before me. The undersigned authority, personally appeared:
"AMIGO TIRES & BRAKES INC. "

Who are known to me to be the persons described in and who executed the foregoing articles of incorporation, and who, after being by me that duly sworn, on oath, depose and say and do acknowledge before me that said articles to be the and deed of the signers respectively and, the facts and matters therein set forth are true and correct.

Witness my hand official so al at: MIAMI, DADE, COUNTRY,
FLORIDA.

This: 7 day of JUNE 2000


Notary Public
State of Florida.



My commission expires.

Certificate of designation (or changing) place of business or
domicile for the service of process within this state, naming
agent upon whom process may be served.

In pursuan of chart 48.091, Florida Statutes, the following is
submitted, in compliance with said act:

First – that “AMIGO TIRES & BRAKES INC.”

Desiring to organized under the laws of the STATE of FLORIDA,
with its principal office, as indicated in articles of incorporation

At: CITY of MIAMI, COUNTRY of DADE, STATE of FLORIDA.


Has named: Jorge f. Richard

Located at: 3411 S.W. 122 Avenue, Miami. Florida, 33175

CITY of MIAMI, COUNTRY of DADE, STATE OF FLORIDA: As its
agent to accept service of process, within this State.

ACKNOWLEDGEMENT: (Must be signed by designated agent).

Having been named to accept service of process for the above
State Corporation, at place designated in this certificate. Hereby
accept to act in this capacity, and agree to comply with the
provision of said act relative to keeping open said office.


Jorge F. Richard

FILED
00 JUN 14 PM 1:13
SECRETARY OF STATE
ALLAHASSEE FLORIDA